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THE ASSASSIN NATION PLOT
PART SIX OF SIX

NOW ON SALE
TWICE A MONTH!

the AMAZING SPIDER-MAN

THE
FINAL
CHAPTER!

GUEST-STARRING:
SILVER SABLE
AND
CAPTAIN
AMERICA!

McFARLANE



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ALL IN ONE SWAMP STOMPIN' ADVENTURE

THE ADVENTURES OF **BAYOU BILLY**™

FOR NINTENDO®

You're a Cajun on the heels of that Gangster King of Bourbon Street: the swamp rat that kidnapped your best girl Annabelle. And it'll take all the right moves, lightning-fast reflexes and an eagle eye to emerge alive from the first game for Nintendo that combines hand-to-hand combat, drivin' and shootin', and zappin' into one wild adventure.

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Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

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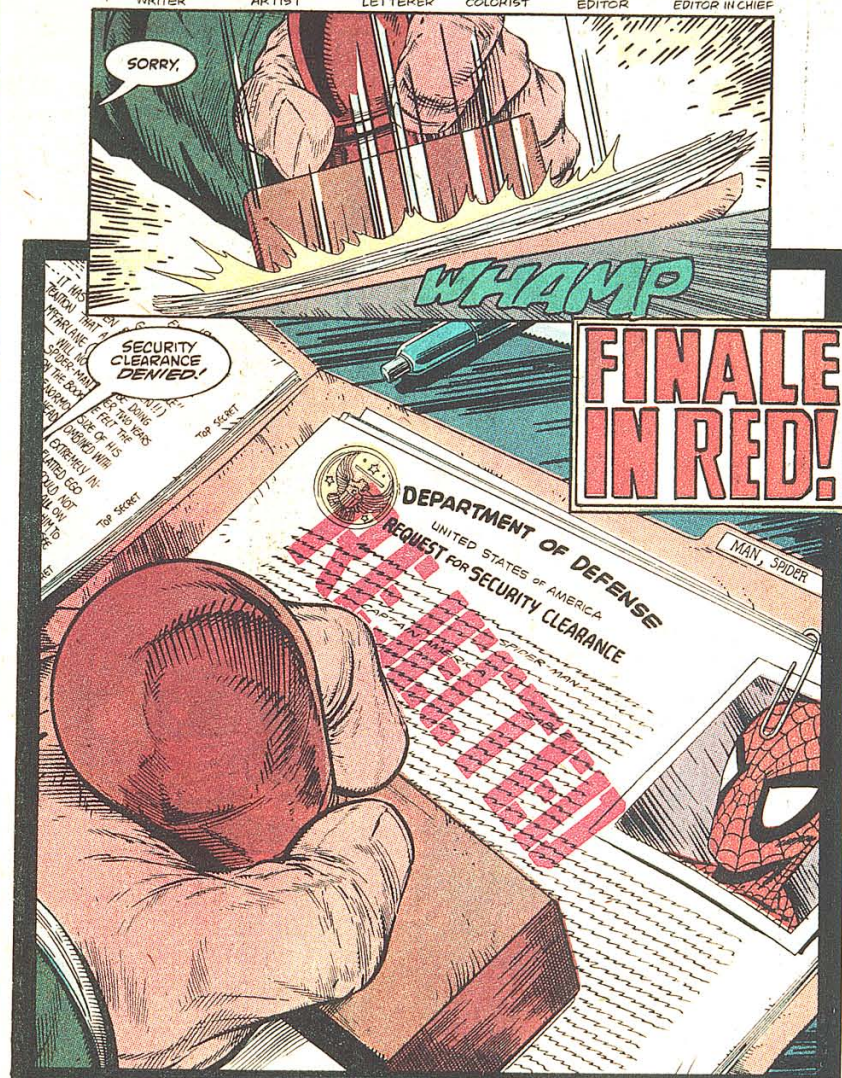
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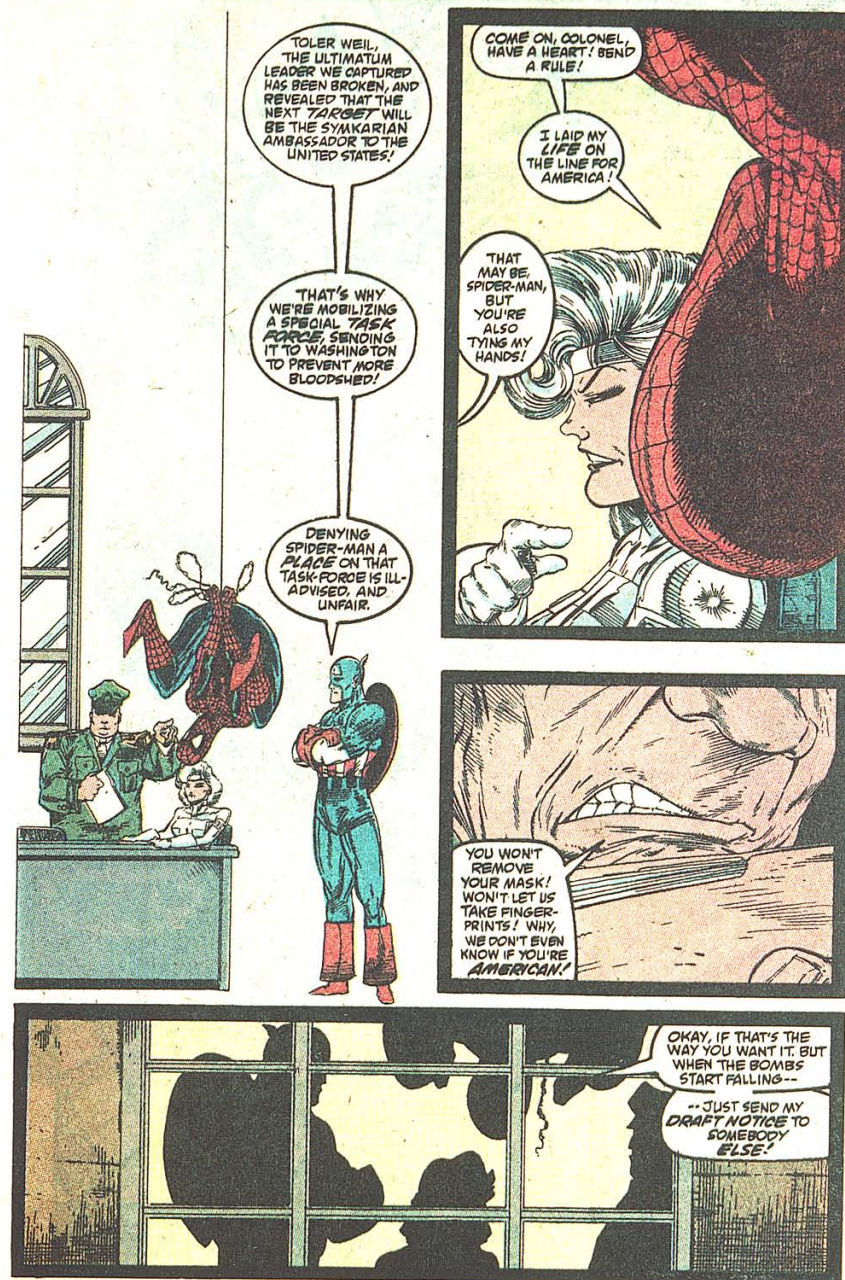
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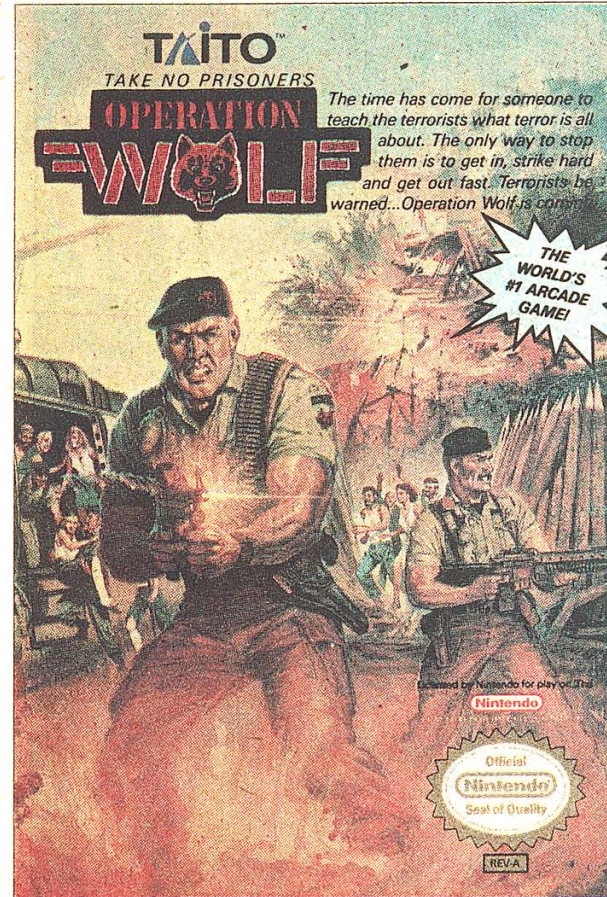


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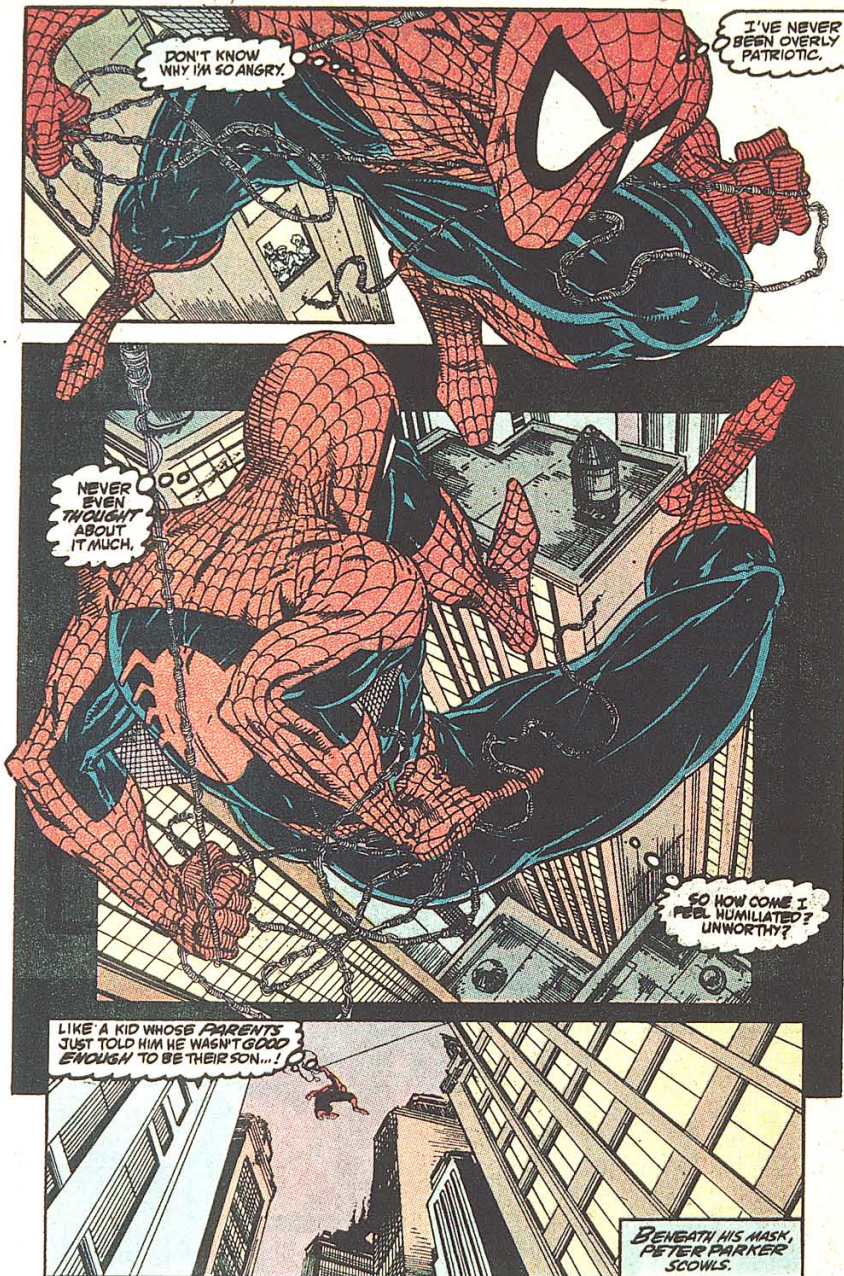


Now you can thrill to the world's best arcade game right on your Nintendo Entertainment System.™ Operation Wolf® takes you on a prisoner rescue mission you'll never forget. Mind-blowing arcade quality graphics put you behind enemy lines where you must destroy the terrorists and save helpless prisoners. One play and you'll know why it's the world's number 1 arcade game. Operation Wolf® uses Nintendo Zapper® or standard controller.

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TAITO
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A TENSING THAT
EASES ONLY AS HE
APPROACHES HIS
DESTINATION--

--HIS AUNT MARY'S
BOARDING HOUSE
IN QUEENS.

WHERE, IN A STUFFY,
OVERCROWDED ATTIC...

THE LOFT WE'RE
MOVING INTO NEXT
WEEK IS HUGE. BUT
THERE'S STILL SO
MUCH TO BE PACK--

BOO!

EEP!

WHOA!

KINDA QUICK ON
THE TRIGGER,
AREN'T YOU,
MARY JANE?

SORRY, PETER.
YOU STARTLED
ME.

MY FAULT FOR ACTING
GOOFY.

FEEL LIKE LISTENING
A WHILE?

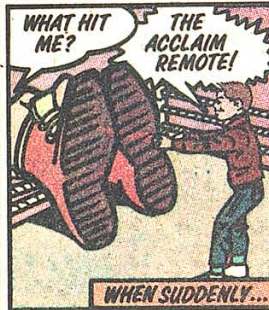
SOFTLY, PETER EXPLAINS HIS
SITUATION-- AND FRUSTRATION.

SO, I GUESS I'LL JUST MOPE
AROUND THE HOUSE FOR A FEW
DAYS, LET YOU SOOTHE MY
WOUNDED EGO.

YOU'RE
AWFULLY
GOOD AT
THAT.

MY EARS
ARE YOURS.
SWEETHEART.
ALWAYS.

6



The look and feel you already know.

- No messy wires
- Rapid-fire for higher scores
- Accurate up to 30'

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Masters of the Game™



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HMM, FINANCES ARE TIGHT
WHAT WITH THE MOVE AND ME
BEING OUT OF WORK AND ALL.
BUT I'M SURE WE CAN SWING
A ROUNDTRIP TRAIN TICKET
TO WASHINGTON FOR YOU.

UH, DIDN'T YOU HEAR ME, M.J?
I SAID I'M *OUT* OF THIS!

I HEARD YOU--
BUT I *KNOW*
YOU. YOU WON'T
LET GO.

IF SOMEONE'S
IN TROUBLE AND
YOU CAN HELP,
YOU'LL HELP.

THAT'S ONE
OF THE REASONS
I FELL IN *LOVE*
WITH YOU, SILLY.

I GUESS YOU DO KNOW ME.
BETTER THAN I KNOWING!
I'LL GO.

MAYBE I CAN TAKE
SOME SALEABLE NEWS
PHOTOS WITH MY AUTO-
MATIC CAMERA. MAKE
THE TRIP PAY, EVEN
SO...

I'LL MISS
YOU.

YOU'D
BETTER.

SUITABLE
CUDDLING
ENSUES.

8

WASHINGTON,
D.C. THE
PENTAGON.
THE NEXT
DAY.

YOUR PLAN FOR
GUARDING THE
AMBASSADOR
SEEMS AIRTIGHT,
CAPTAIN
AMERICA--

--THANK
YOU.

ARE THERE ANY
QUESTIONS?

THE ELITE COMMANDOS STAND
SILENT; THEY KNOW THEIR JOBS
WELL.

WE'LL JOIN UP WITH YOU
LATER, COLONEL. I'D LIKE
A WORD WITH SILVER
ALONE.

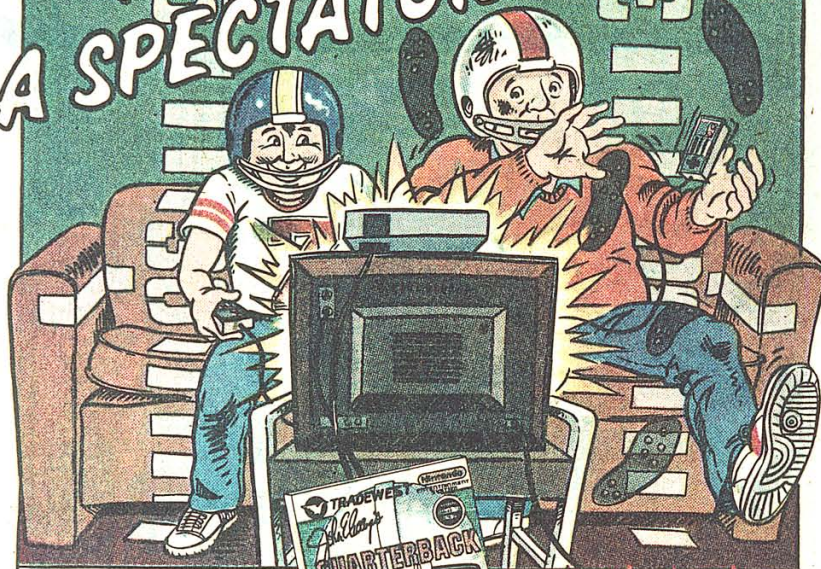
LAST MINUTE PLANS,
CAPTAIN?

LAST MINUTE
UNDERSTANDING,
I HOPE. YOUR THIRST
FOR VENGEANCE
IS WELL KNOWN,
SILVER.

I'M ASKING YOU
TO KEEP IT UNDER
CONTROL.

9

WHO SAID FOOTBALL IS A SPECTATOR SPORT?

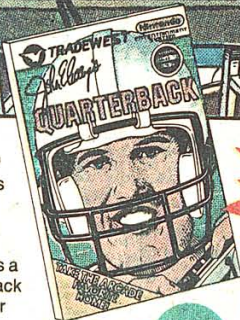


With John Elway's Quarterback,TM you can't just sit back and relax. That's because you're in the game, thinking quick, calling plays, and out-smarting your opponent.

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COMING THIS FALL!

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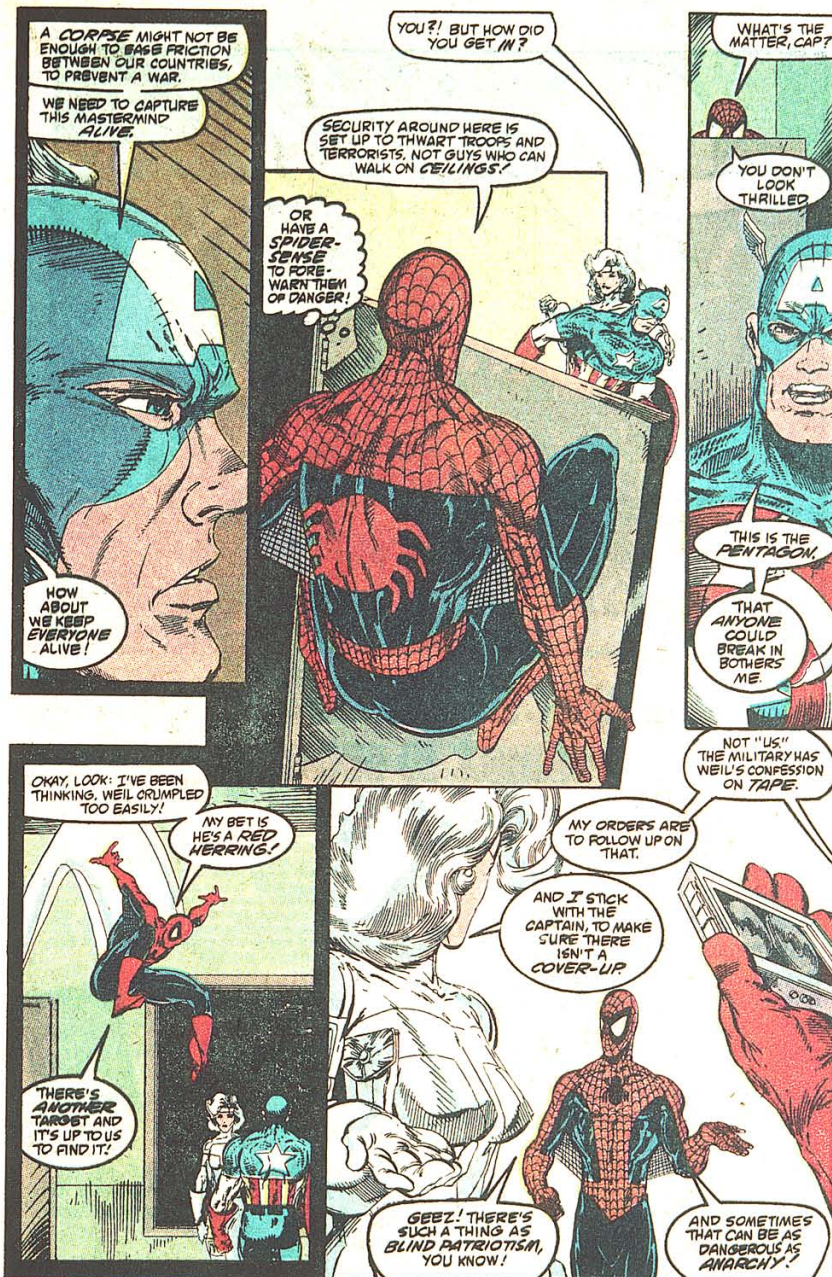
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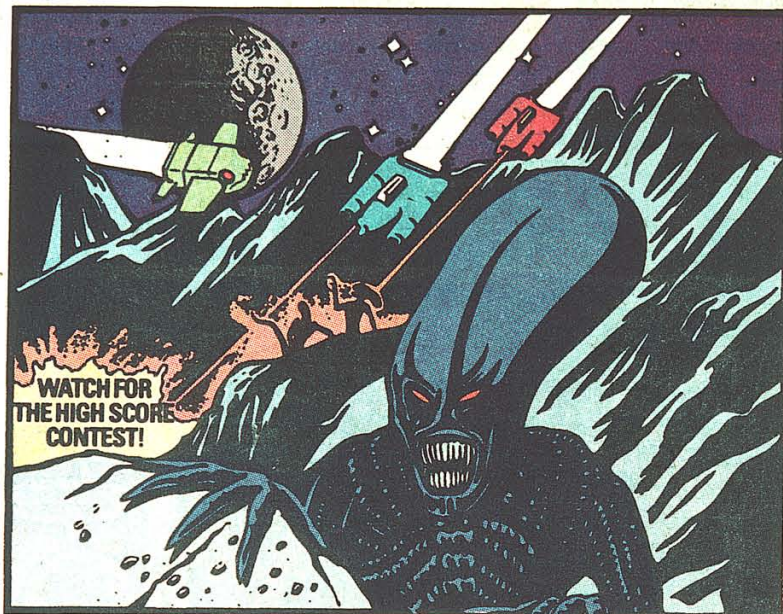
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Now that you've shot down a few... Here's your chance to see one up close.

You've spent some time behind the triggers of a plasma-drive galactic fighter. And more than one horde of fungal-faced aliens has bitten the interstellar dust for standing in *your* way. But now...

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To enter, just cut out the coupon, attach it to a Star Soldiers game box top, and mail to: Taxan Star Soldiers Sweepstakes, 161 Nortech Pkwy., San Jose, CA 95134.

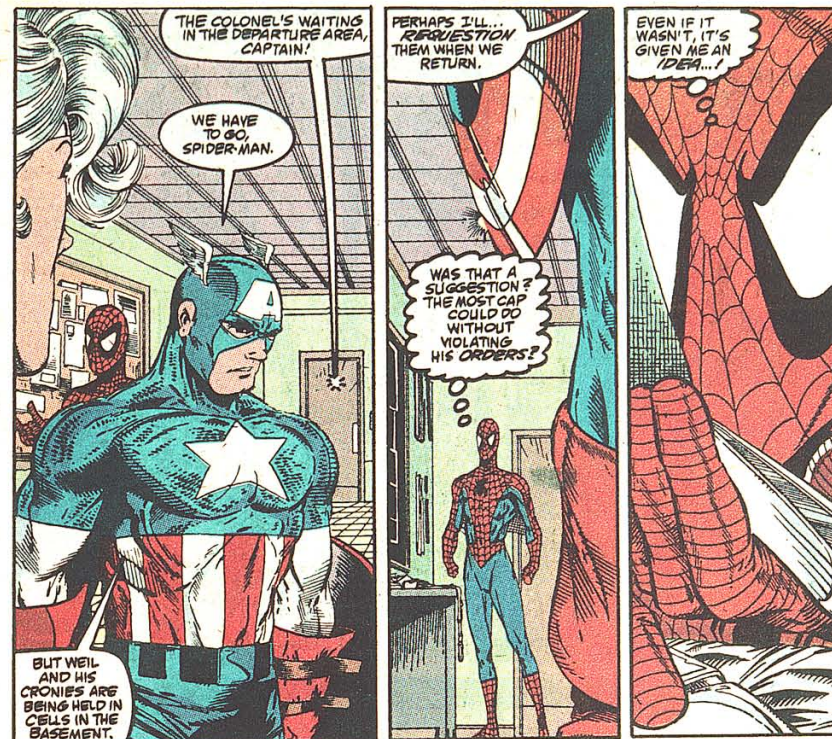
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Consumer Division





MEANWHILE, YOU CAN HAVE THIS TO REMEMBER ME BY!



THUD



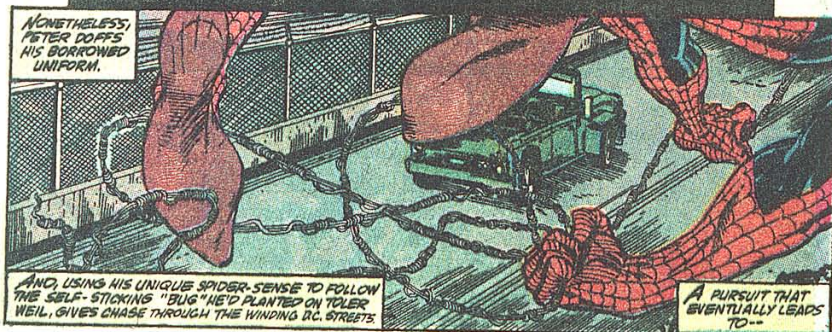
THOSE M.R.S ARE REALLY GOING TO BE STEAMED WHEN THEY GET LOOSE!

ALMOST AS MUCH AS THE GUARDS I WEDDED UP IN THE MOTOR POOL!

IF MY PLAN DOESN'T WORK--



-- I'VE A FEELING SPIDER-MAN'S NEXT PUBLIC APPEARANCE MAY BE IN FRONT OF A FIRING SQUAD!

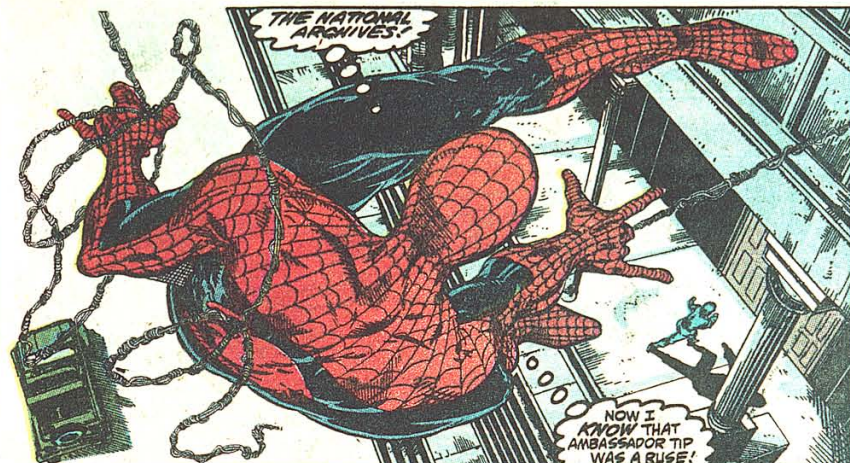


NONETHELESS, PETER DOFFS HIS BORROWED UNIFORM.

AND, USING HIS UNIQUE SPIDER-SENSE TO FOLLOW THE SELF-STICKING "BUG" HE'D PLANTED ON TYLER WEIL, GIVES CHASE THROUGH THE WINDING DC. STREETS

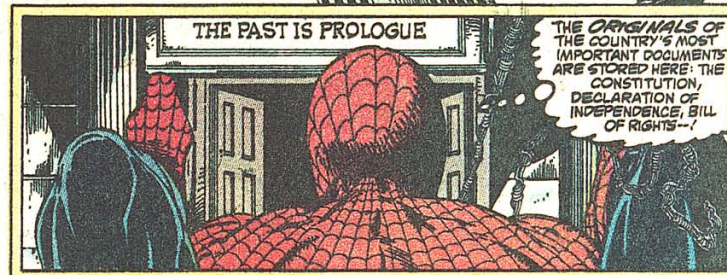
A PURSUIT THAT EVENTUALLY LEADS TO--

14



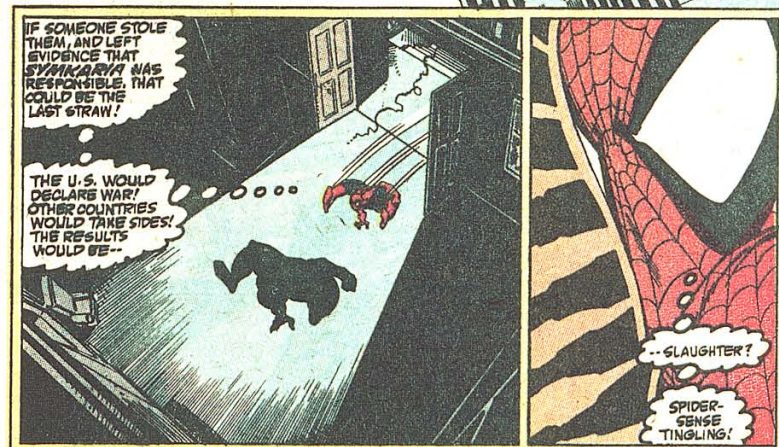
THE NATIONAL ARCHIVES!

NOW I KNOW THAT AMBASSADOR TIP WAS A RUSE!



THE PAST IS PROLOGUE

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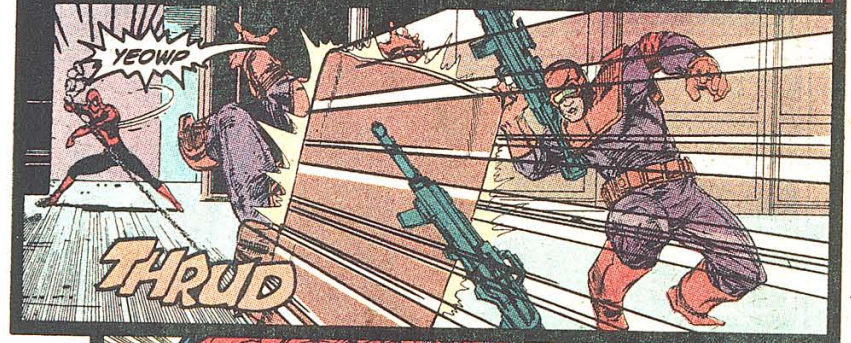
IF SOMEONE STOLE THEM, AND LEFT EVIDENCE THAT SYMMAKARYA WAS RESPONSIBLE, THAT COULD BE THE LAST STRAW!

THE U.S. WOULD DECLARE WAR! OTHER COUNTRIES WOULD TAKE SIDES! THE RESULTS WOULD BE--

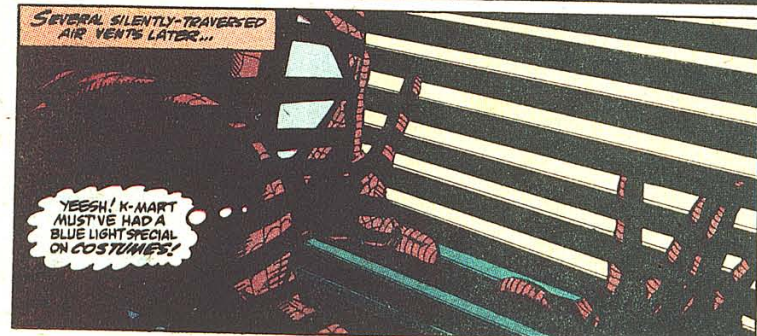
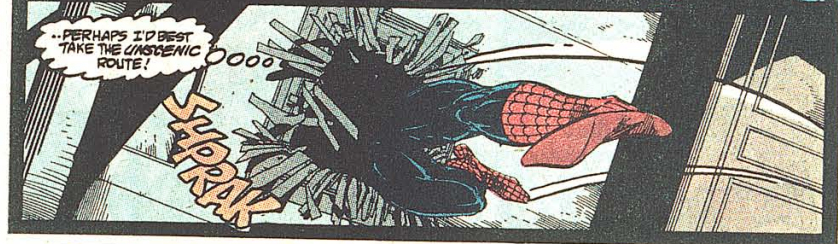
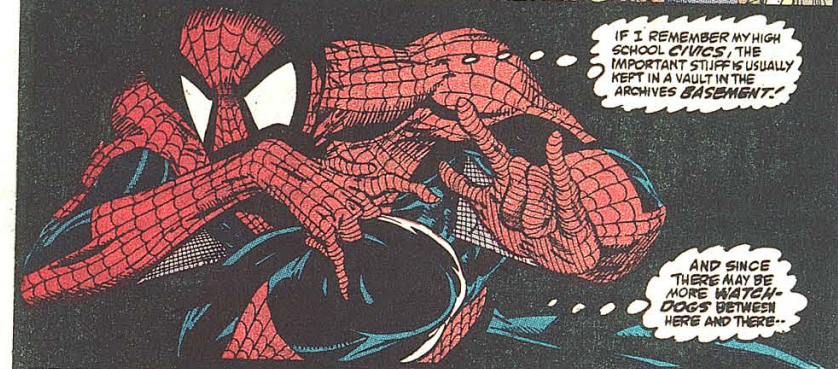
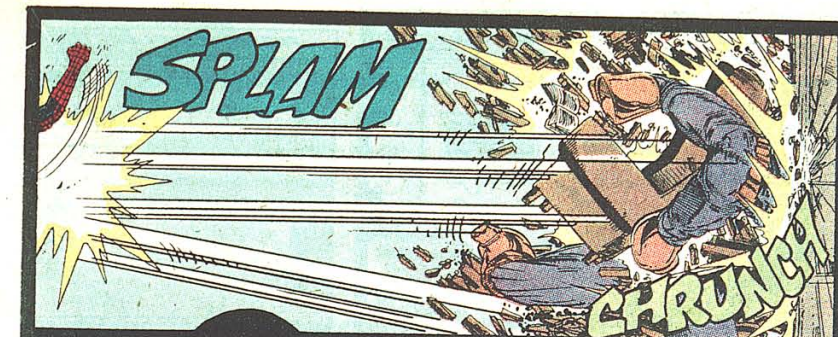
SLAUGHTER?

SPIDER-SENSE TINGLING!

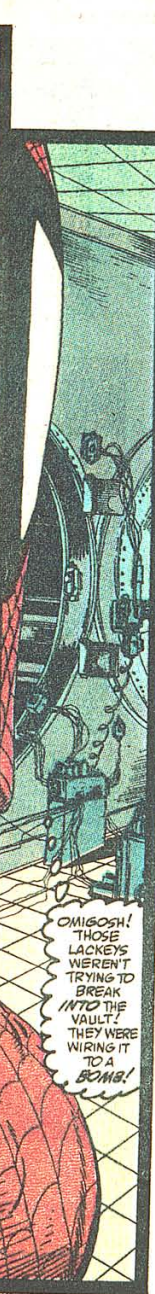
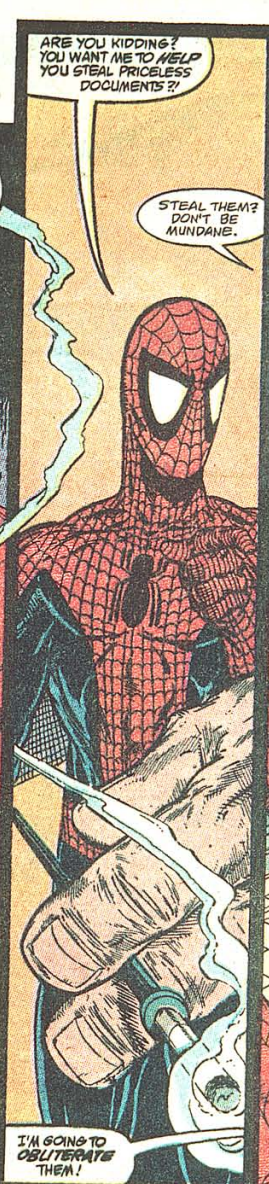
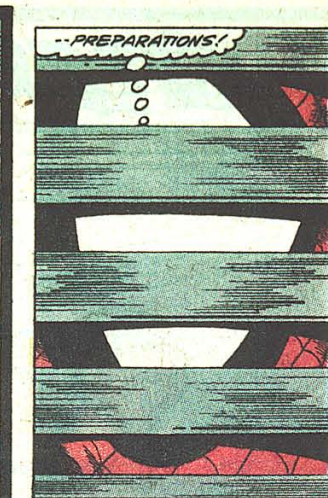
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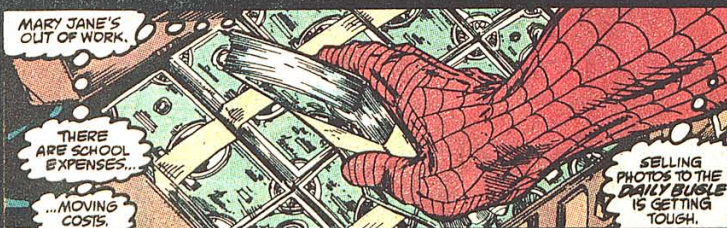
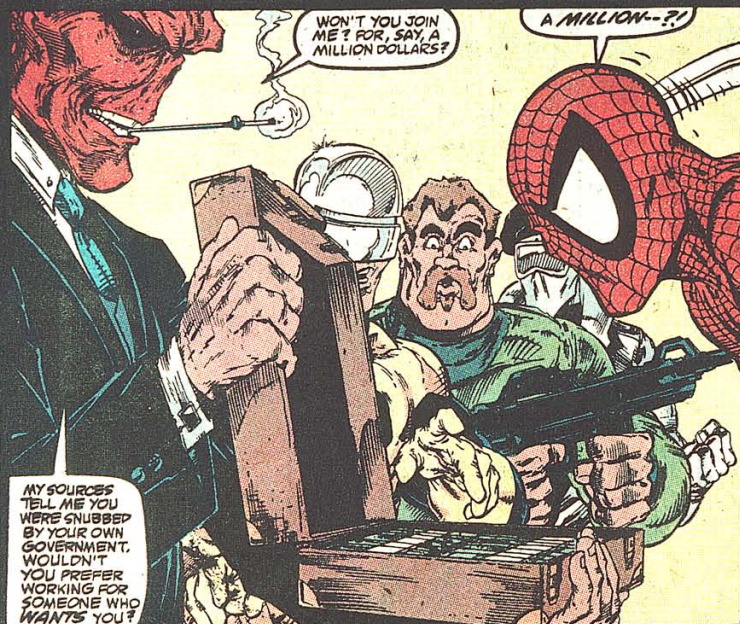


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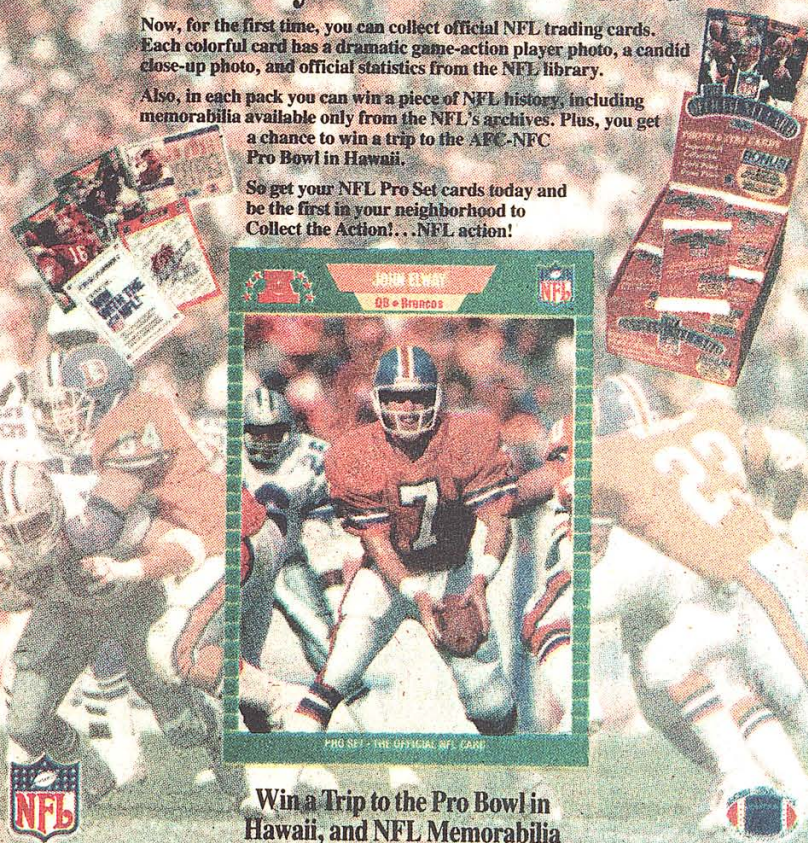
Collect the Action!

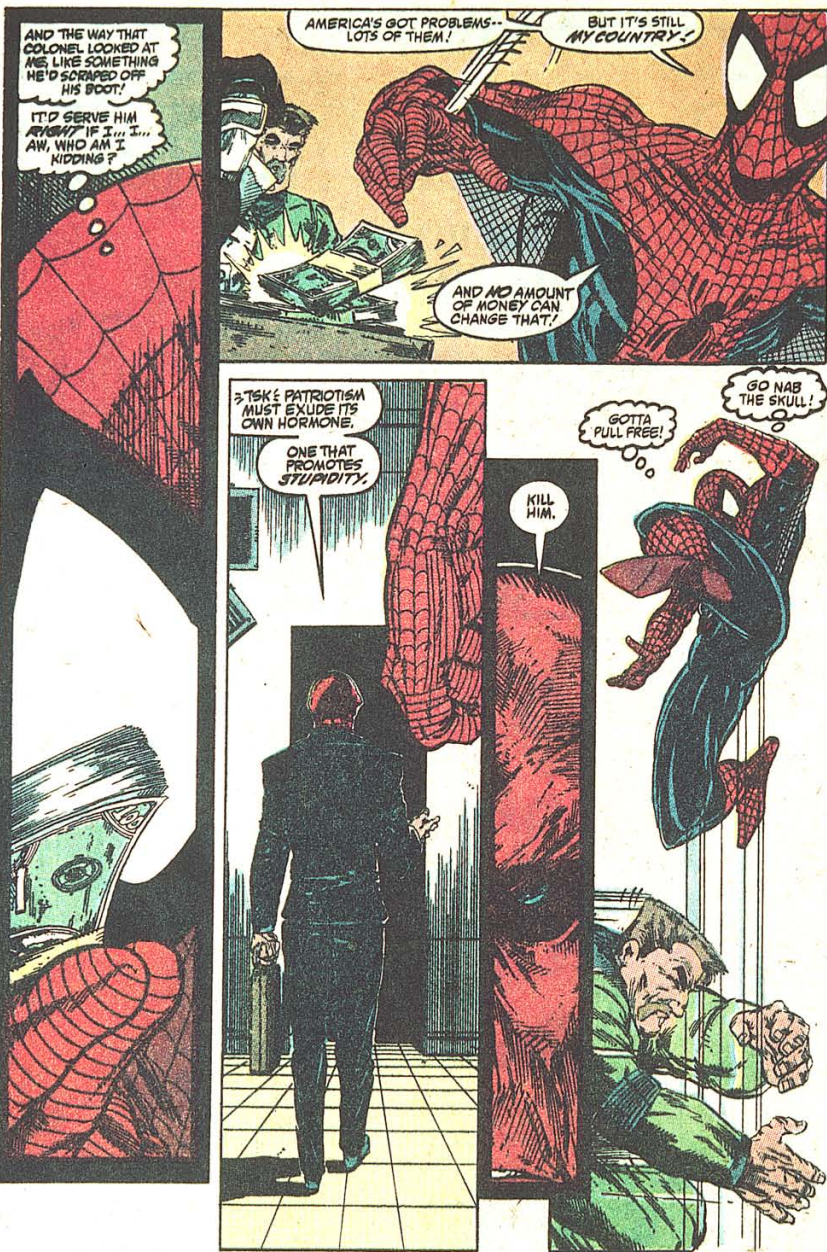
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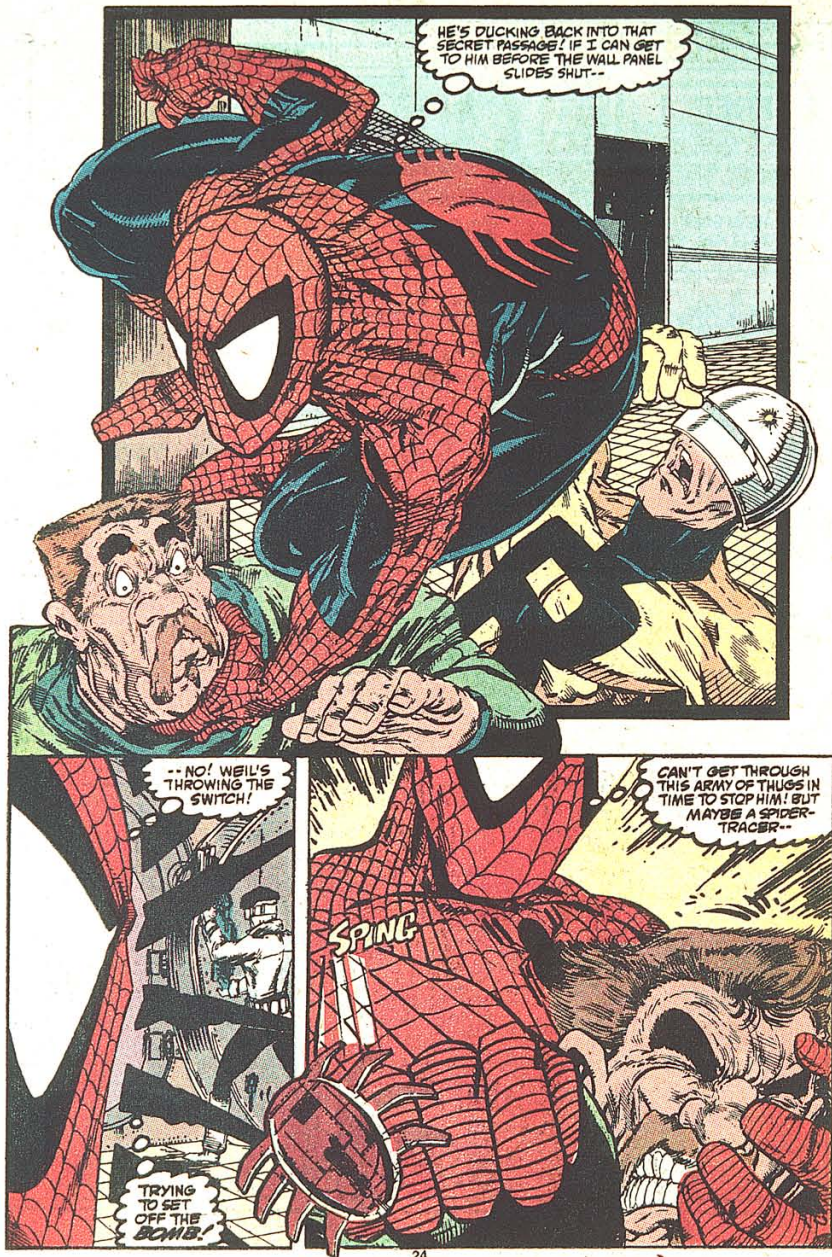
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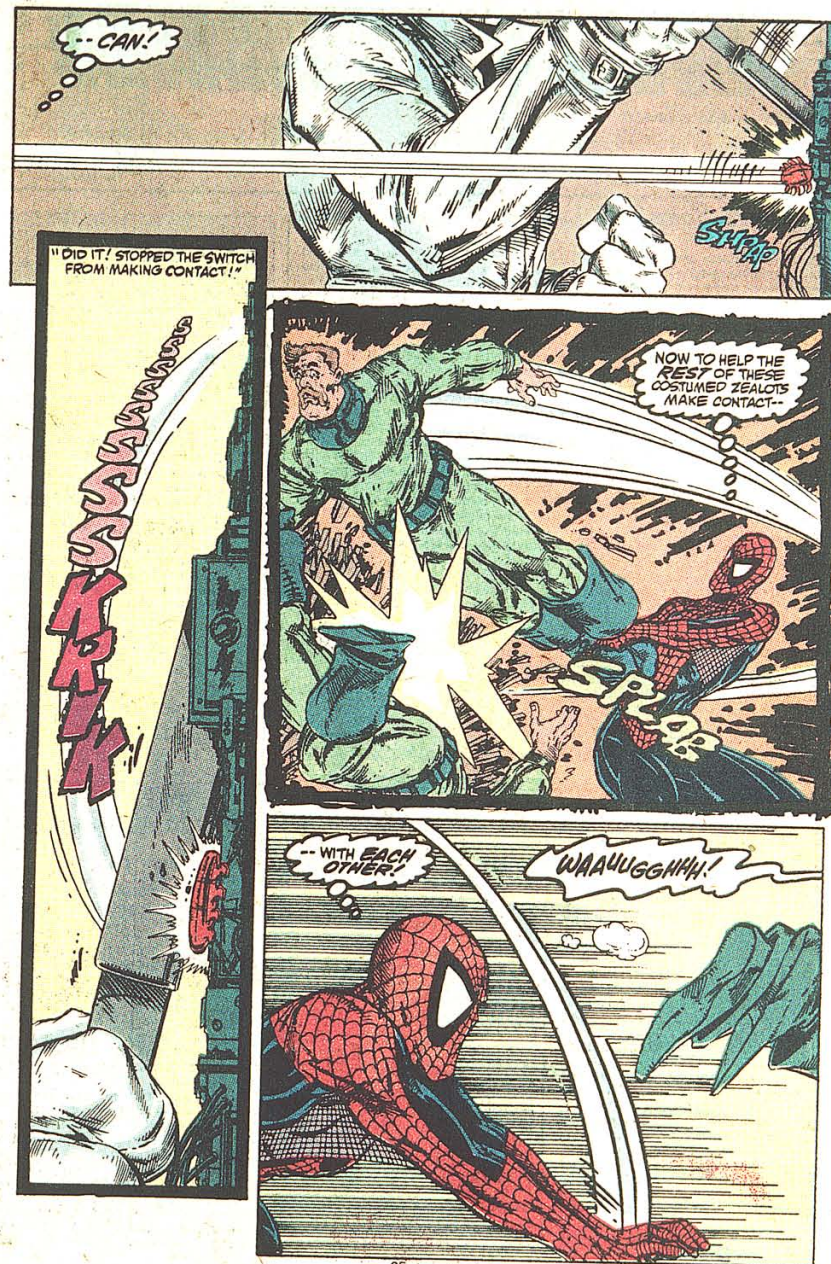
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BULLPEN BULLETINS

Quote of the Month

"Heaven is all booked up so they sent me to Treasure Island instead!"

—Remo Williams
The Destroyer #1

Stan's Soapbox

You'd never guess where I am! In fact, don't even bother trying—I'll tell you. These weighty words are being pounded out on an old fashioned typewriter in Dubrovnik, Yugoslavia!

I'm here in a beautiful hotel on the Adriatic Sea because it finally happened! No, I don't mean Marvel finally sent me into exile! This is even better—production has just started on our big, new Captain America feature film!

That's right! There's an entire film crew here in the mighty mountains of Yugoslavia, shooting some of the most exciting action sequences you've ever seen! Then, after these scenes are completed, the entire production staff will move to other locations throughout the world in our unceasing effort to bring you a movie that'll do the ol' shield-slinger proud!

The film is being produced by 21st Century Film Corporation and directed by Albert Pyun, one of the most talented young directors to come down the pike. Hawaiian-born Albert has been a Captain America fan for as long as he can remember and he's determined that this production will do our red, white and blue hero proud.

Starring as Cap is handsome, young and rugged Matt Salinger, who has starred in many stage productions. Not only is he a two-fisted hero type, but the guy can also act! You'll also find such popular favorites as Ned Beatty, Ronnie Cox, Darren McGavin and Scott Paulin in the cast. Scott plays the

reprehensible Red Skull, and you should see the make-up that was created for the role. It's really something else!

As for the stunts, many of them will take your breath away! I don't want to describe any now cause it'll spoil the surprises, but those of you who like your action fast and furious will be in superhero heaven!

But don't get the wrong idea. Our off-beat new Captain America spectacular isn't merely a mindless rock 'em sock 'em oater. No way! This one's got a real story to it with suspense, sensitivity and carefully crafted characterization. You'll see the startling origin of the Red Skull as well as the origin of Cap himself. Then, as the scene shifts from the past to the present, you'll be swept away in a surge of dazzling drama as you follow the gut-wrenching metamorphosis of America's great sentinel of liberty from his dazed awakening in a world he never made to his single-handed battle to save civilization from the terrifying scourge of the Red Skull's deadliest threat!

Well, that's about all I can tell you for now. The shooting's just started and I'm off once again to put my own two-cents worth into things. I'll bring you another progress report next month (as if anyone could stop me). So remember, wherever you go, whatever you do, think Marvel! Cap would want it that way!

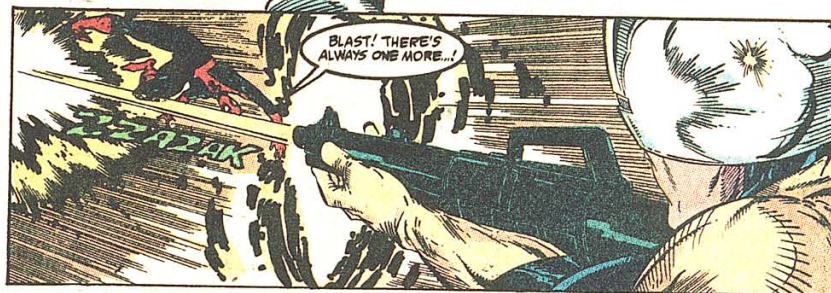
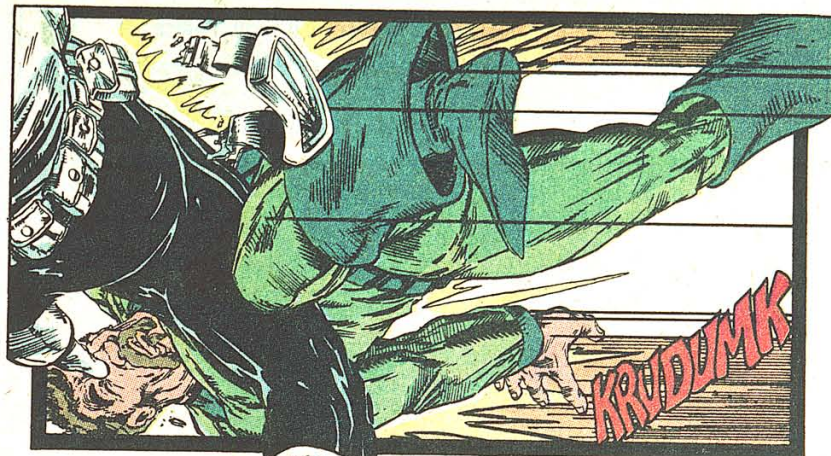
Excelsior!
Or as we say in Yugoslavia...
Ziveli!

Stan Lee

ITEM: Editor Howard (wacky) Mackie seems to be busting his buttons with pride lately. Could it be the success of the recently launched QUASAR comic, starring the Cosmic Avenger? Or perhaps he's all excited about the humongous Avengers crossover coming this fall called "Acts of Vengeance"? Nah, the real reason for Howard's unbounded joy is that the big goof became a daddy! On May 7, 1989 his wife, Deborah Higley, gave birth to Samantha Higley Mackie. Congratulations to the proud parents!

ITEM: Attention shoppers! Seems there was a goof that ran in the AMERICAN COMICS ad on page 28 of the Marvel comics that had a July cover date (X-MEN #246, for example). The Advanced Dungeons and Dragons Player's Handbook (Second Edition) was priced incorrectly at \$9.95 instead of \$16.95. The fine folks at AMERICAN COMICS said they will honor all orders at the lower price. Also, the X-MEN Nintendo game has been delayed by the manufacturer until September. Please understand that these problems were unintentional and were due to last-minute product changes conflicting with printers' schedules. It only goes to show, even our advertisers are confused!

ITEM: Avid soap opera buff, fearless Fred Hembeck, reports that Ryan's Hope's Joe Novak, when asked by his wife to name his favorite book, confessed "old Spider-Man comics." Too bad he was blown to bits later in the same episode.



PROFILER D.G. Chichester

Editor/Assistant Editor on: All my sound and film projects at New York University.

Marvel freelance credits (past): DEFENDERS OF THE EARTH, Archie Goodwin's version of JUSTICE, SOLO AVENGERS, WEST COAST AVENGERS (featuring their greatest battle ever against the Defiler), POWER LINE, DOCTOR ZERO and SAINT GEORGE.

Marvel freelance credits (present): CRITICAL MASS, assorted and sordid issues of SHIELD, THE DEFILER and AL DAMATO graphic novels.

My place of birth is: Different, depending on the set of I.D. that I'm using.

People who knew me in high school thought I was: Going to perform experiments on their family pets.

My hobbies are: Phoning in my friends' names to America's Most Wanted.

My pet peeves are: Oreos and Gabe, the spastic Dalmatian.

My favorite performers are: James "The Amazing Randi" Randi, Jesse "The Body" Ventura, and anyone else with quotation marks between their first and last names.

The last good book I read was: Dictionary of Demons by Fred Gettings.

The last good movie I saw was: Later



stolen from the video store I had earlier rented it from.
If they were making a movie of my life, I'd

like to see my part played by: Dick York, William Shatner, or Vincent Price.

My oddest habit is: Using the word "nebulous" in a sarcastic way.

My greatest accomplishment outside the comics field is: Being crowned "One of the two meanest persons in the world."

The reason I got into comics was: Because I wanted to buy a pizza, and so I could use the word "nebulous" a lot.

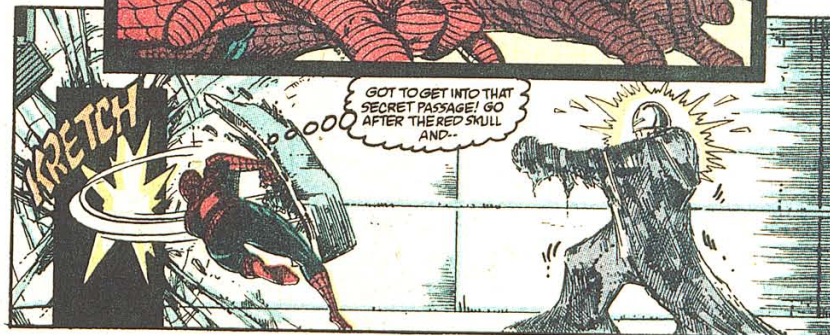
The biggest influences on my work include: Rod Serling, Clint Eastwood and Wile E. Coyote.

The single work of which I am most proud is: Waiting for a pre-determined amount of radioactive isotope to make it fully operational.

My greatest unfulfilled ambition in the comics field is: Subject to incarceration in the 48 continental United States.

The worst part of my job is: Only truly describable to drunken Merchant Marines. **When nobody's looking I like to:** Quickly unplug their VCRs and then plug them back in so they blink "12:00."

The one thing I really want the world to know about me is: Twenty-one minutes into the "Twilight Zone" episode, "Walking Distance"





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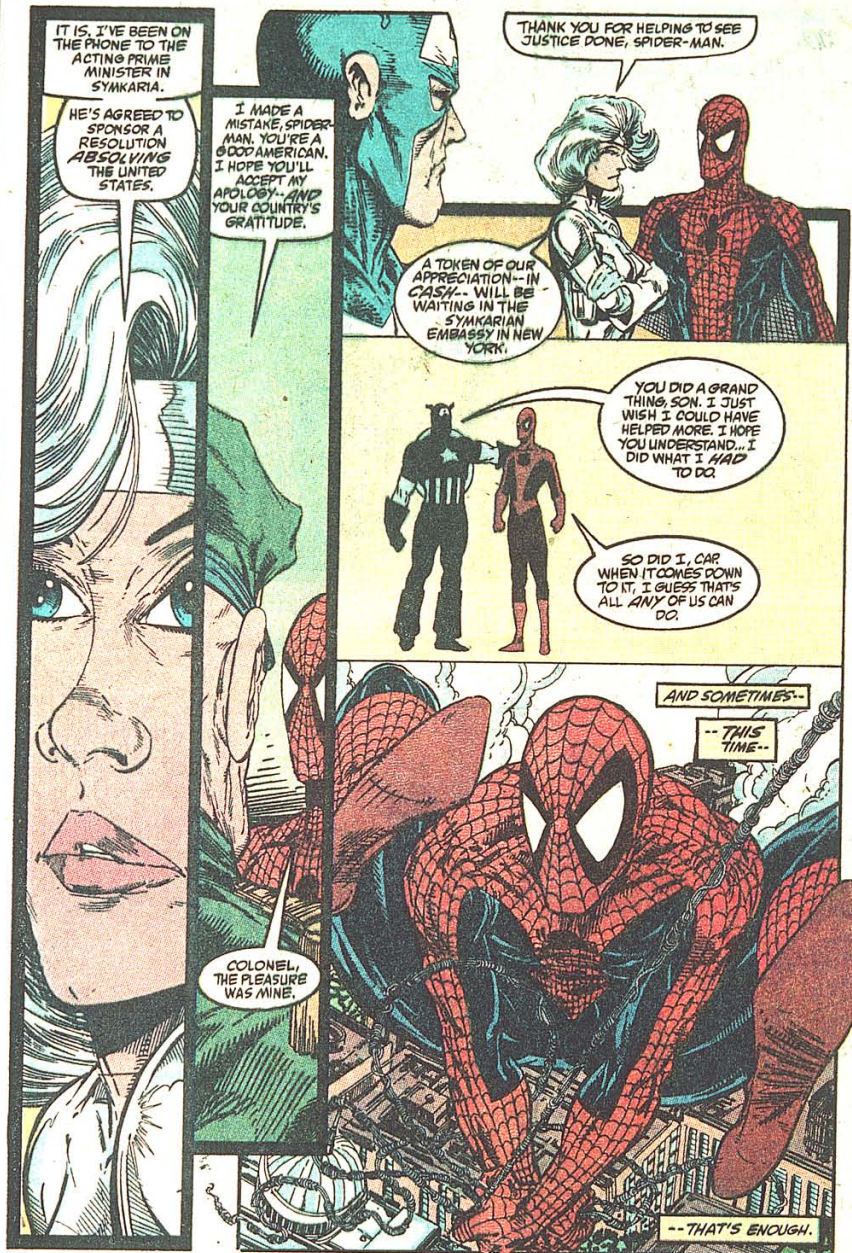
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AVENGERS	gvg	vgf	vf	vm	nm	mint	11-13, 14	15-17, 18	19-21, 22	23-25, 26	27-29, 30	31-33, 34	35-37, 38	39-41, 42	43-45, 46	47-49, 50	51-53, 54	55-57, 58	59-61, 62	63-65, 66	67-69, 70	71-73, 74	75-77, 78	79-81, 82	83-85, 86	87-89, 90	91-93, 94	95-97, 98	99-101, 102	103-105, 106	107-109, 110	111-113, 114	115-117, 118	119-121, 122	123-125, 126	127-129, 130	131-133, 134	135-137, 138	139-141, 142	143-145, 146	147-149, 150	151-153, 154	155-157, 158	159-161, 162	163-165, 166	167-169, 170	171-173, 174	175-177, 178	179-181, 182	183-185, 186	187-189, 190	191-193, 194	195-197, 198	199-201, 202	203-205, 206	207-209, 210	211-213, 214	215-217, 218	219-221, 222	223-225, 226	227-229, 230	231-233, 234	235-237, 238	239-241, 242	243-245, 246	247-249, 250	251-253, 254	255-257, 258	259-261, 262	263-265, 266	267-269, 270	271-273, 274	275-277, 278	279-281, 282	283-285, 286	287-289, 290	291-293, 294	295-297, 298	299-301, 302	303-305, 306	307-309, 310	311-313, 314	315-317, 318	319-321, 322	323-325, 326	327-329, 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1206	1207-1209, 1210	1211-1213, 1214	1215-1217, 1218	1219-1221, 1222	1223-1225, 1226	1227-1229, 1230	1231-1233, 1234	1235-1237, 1238	1239-1241, 1242	1243-1245, 1246	1247-1249, 1250	1251-1253, 1254	1255-1257, 1258	1259-1261, 1262	1263-1265, 1266	1267-1269, 1270	1271-1273, 1274	1275-1277, 1278	1279-1281, 1282	1283-1285, 1286	1287-1289, 1290	1291-1293, 1294	1295-1297, 1298	1299-1301, 1302	1303-1305, 1306	1307-1309, 1310	1311-1313, 1314	1315-1317, 1318	1319-1321, 1322	1323-1325, 1326	1327-1329, 1330	1331-1333, 1334	1335-1337, 1338	1339-1341, 1342	1343-1345, 1346	1347-1349, 1350	1351-1353, 1354	1355-1357, 1358	1359-1361, 1362	1363-1365, 1366	1367-1369, 1370	1371-1373, 1374	1375-1377, 1378	1379-1381, 1382	1383-1385, 1386	1387-1389, 1390	1391-1393, 1394	1395-1397, 1398	1399-1401, 1402	1403-1405, 1406	1407-1409, 1410	1411-1413, 1414	1415-1417, 1418	1419-1421, 1422	1423-1425, 1426	1427-1429, 1430	1431-1433, 1434	1435-1437, 1438	1439-1441, 1442	1443-1445, 1446	1447-1449, 1450	1451-1453, 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THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

JIM SALICRUP
ARACHNERD
GLENN HERDLING
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Dear Spider's Web,

Todd really did an outstanding job on the cover to AMAZING SPIDER-MAN #317. I really liked "The World's Greatest Comic Magazine" caption at the top, along with the Thing. This really is the world's greatest comic magazine. The FANTASTIC FOUR lost that claim a long time ago. But I have to say that I really like "The Non-Mutant Super Hero" caption that is usually up there, also.

Well David, you really surprised me. I was all geared up and expecting a huge battle at Aunt May's boarding house between Spider-Man and Venom. But then Eddie Brock suddenly shows up and asks if Peter can come out and play. Well, after I picked myself up and read his challenge for Peter to meet him in a secluded spot, I was really amazed.

I was impressed with the fact that Peter tried to get help from the FF--too bad Venom was watching for that. The battle at the end was well done, and I was impressed with the way Peter defeated Venom. All in all, I'd have to say that this was a well written and well drawn story, just what I've come to expect from this team.

Shane Hutchison
2710 Jamestown
Dickinson, TX 77539

Glad we met with your expectations, Shane.

Dear Marvel Men,

I have been a fan of comic books and in particular Spider-Man for 17 years now, although I didn't get into serious collecting until about a year and a half ago, for which I could kick myself, thinking about all the issues I have lost over the years. This is also the first time I have ever written to a comic's letters page, but I felt the need to write and tell you what your work has meant to me. Some of my fondest memories include my grandfather taking me on the weekends for a haircut and a comic book when I was only 6 years old. Now at the ripe old age of 23, I still wait impatiently for the next issue to reach me, only now I take much more care to preserve that which gives me so much pleasure.

I could always identify with Peter Parker because I was the shy, quiet bookish type when I was in school, and through hidden strengths and talents, matured to be a self-confident individual, even while dealing with the problems of every day life. I have a beautiful wife, Missy, who also enjoys comic books, (although she tends to favor the X-MEN) and a child on the way, who I hope to someday introduce to the wonders of the comic book world. So, I wanted to let you all know, along with all those who came before you, that your efforts are much appreciated.

My favorite titles are scarce here where I am stationed, but thanks to Marvel's subscription department I do receive them, even if they are a little late. So if it's not too late, I would like to express my comments on ASM #317. First of all, I would like to applaud Todd McFarlane. His artistic talent is beyond compare. He does spectacular covers and his work behind said covers is fantastic. I love the detail and the slight straying which makes his work so eye catching. Together with Bob Sharen's colors and Rick Parker's letters, they create a forum that is top in the industry today.

David Michelinie is a very creative writer. The Venom storyline is one of the most exciting in Spidey's colorful career; in my own humble opinion. The love-hate triangle between Peter Parker, the alien symbiote, and Eddie Brock is an inspired piece of work. Even though at the end of the issue, Peter thinks it is finally over, I think we will see more of Venom later. And to the men who put it all together, Jim Salicrup and Tom DeFalco, thank you for bringing us quality entertainment.

So after being rather long winded, I will close with one final thank you to you all. I will continue to follow your work for as long as I can, and will, until Mary Jane dumps Peter for J. Jonah Jameson, proudly proclaim "Make Mine Marvel."

Lory B. (Bo) Graham
HSC 293rd Eng. Bn.
APO, NY 09034

We love receiving mail from people who have grown up with Peter Parker. He and his alter ego sure make one heckuva role model.

Dear Marvel Dudes,

Greetings from State College Pennsylvania and Penn State University. I am taking a break from studying for finals to write this

letter that has been a long time coming. I have been a comic collector for years and there have been many times that I have wanted to write but I was just too lazy, but now boredom has overcome laziness.

Anyway, I am writing this letter to tell you what I think about issue #317, the second part of the Venom storyline. First of all I would like to say that Venom is the best villain that has come along in comics for as long as I can remember. The writers of AMAZING have done a great job of making him seem truly ruthless and evil.

I also think that the art of Todd McFarlane brings Venom to life, so much so that I think that when another Marvel artist has to draw him that it just won't go over. I have never felt that way about any other character before. Most characters translate well from artist to artist, but I don't think that Venom will. We'll see, but I'd hate to be the poor sap that has to do it.

McFarlane's art for the most part is very good, except that he doesn't draw feet well. The drawing of Venom in #317 got a little out of hand I thought. Todd, if you read this, don't give Venom such a long jaw.

I was disappointed about how #317 turned out. I realize that Venom is stronger and that his powers mimic Spider-Man's own and cancel his spider-sense, but give our boy a chance! After all these years, I know Spidey is tougher than you made him out to be. What I am trying to say is that I wanted to see more of a fight. I know that you'll never do this, but I want a two-part Spidey vs. Venom saga with the second part being a giant-sized special issue. That would be fantastic. Venom being what he is, I know that Spidey has to defeat him by out-thinking him. I wanted Spidey to at least get in a few good pops. The battle in #317 was sooo lopsided, come on!

I wanted Peter to get really angry at Venom's direct threat on his family, but you didn't have any of that. I thought that the ending was convenient and anticlimactic, but it was logical.

I don't really have anything else to say. This letter lost a lot because I took so long to get it written. Oh, well.

Matthew Forbes
121 Byron Road
Pittsburgh, PA 15237

No doubt Venom will return, Matthew. As to who will draw him, only time will tell. But we're sure that no matter who receives the art chores, that artist will surely add his or her own interpretations of the character. When you're drawing a character whose costume can do anything its owner wishes, the possibilities are endless. Now get back to studying--and don't give us any excuses about summer vacation!

Dear Spider's Web,

I enjoyed issue #317 a good deal. The plot escalated well. I especially enjoyed it because it had the Thing in it (although I think he shouldn't look congealed). It had one glitch, though--yes, that right folks I'm going for a No-Prize! In the second panel of page 10, the footnote at the bottom, there is a reference to FF #226. This is an impossible statement: the Thing had already mutated before FF #226. You obviously meant FF #326. So, do I get my No-Prize? I am looking forward to the Scorpion and more classic enemies.

Philip Jensen
7685 Foxtrail
Cincinnati, OH 45255

Dadburnit! Sometimes we get so wrapped up in Marvel continuity that we miss the simplest things like issue numbers. We in the Spider-Man office just couldn't believe that FANTASTIC FOUR has been around longer than AMAZING SPIDER-MAN. After all, with three Spidey-titles a month it seems as though SPIDER-MAN should have the highest issue number of any Marvel comic. But, hey, with ASM attaining a biweekly status in the summers, that assumption may not be all that far-fetched in the near future! Yes, Philip, you get a No-Prize.

NEXT ISSUE: Spider-Man has many enemies, but he's never considered Gravitation one of them. So why is the master of gravity planning to bring the house down around Spidey's ears? If you've been reading the Avengers titles, then you already know the reason: "Acts of Vengeance" ties into all the Spider-Man books and promises to create a radical change in the web-slinger, beginning right here in 30 days!

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